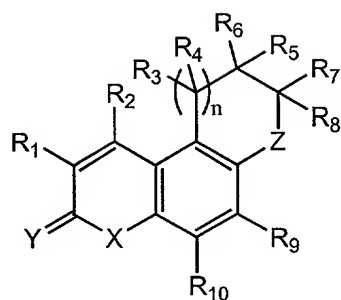


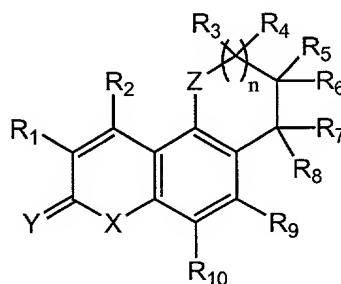
What is claimed is:

1. A compound of the formula:



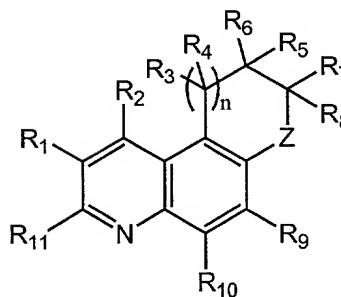
(I)

OR



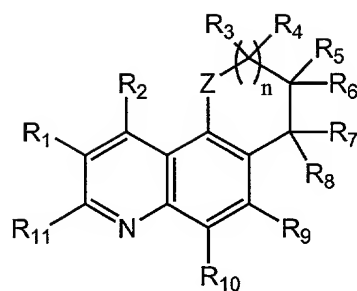
(II)

OR



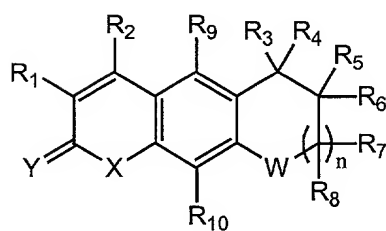
(III)

OR



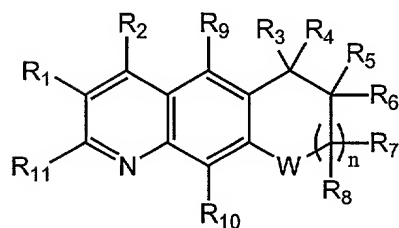
(IV)

OR



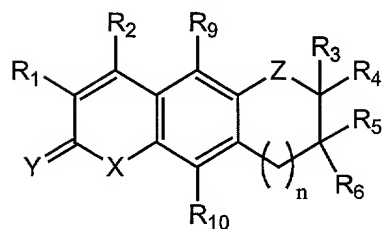
(V)

OR



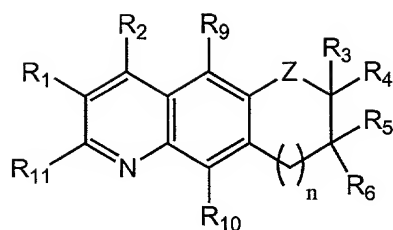
(VI)

OR



(VII)

OR



(VIII)

wherein:

$R^1$  is selected from the group of hydrogen, F, Cl, Br, I,  $\text{NO}_2$ ,  $\text{OR}^{12}$ ,  $\text{SR}^{12}$ ,  $\text{SOR}^{12}$ ,  $\text{SO}_2\text{R}^{12}$ ,  $\text{NR}^{12}\text{R}^{13}$ ,  $\text{C}_1\text{-C}_8$  alkyl,  $\text{C}_1\text{-C}_8$  haloalkyl and  $\text{C}_1\text{-C}_8$  heteroalkyl, wherein the alkyl, haloalkyl and heteroalkyl groups may be optionally substituted;

$R^2$  is selected from the group of hydrogen, F, Cl, Br, I,  $\text{CH}_3$ ,  $\text{CF}_3$ ,  $\text{CHF}_2$ ,  $\text{CH}_2\text{F}$ ,  $\text{CF}_2\text{Cl}$ ,  $\text{CN}$ ,  $\text{CF}_2\text{OR}^{12}$ ,  $\text{CH}_2\text{OR}^{12}$ ,  $\text{OR}^{12}$ ,  $\text{SR}^{12}$ ,  $\text{SOR}^{12}$ ,  $\text{SO}_2\text{R}^{12}$ ,  $\text{NR}^{12}\text{R}^{13}$ ,  $\text{C}_1\text{-C}_8$  alkyl,  $\text{C}_1\text{-C}_8$  haloalkyl,  $\text{C}_1\text{-C}_8$  heteroalkyl,  $\text{C}_2\text{-C}_8$  alkenyl and  $\text{C}_2\text{-C}_8$  alkynyl, wherein the alkyl, haloalkyl, heteroalkyl, alkenyl and alkynyl groups may be optionally substituted;

$R^3$  through  $R^8$  each independently is selected from the group of hydrogen, F, Cl, Br, I,  $\text{OR}^{12}$ ,  $\text{NR}^{12}\text{R}^{13}$ ,  $\text{SR}^{12}$ ,  $\text{SOR}^{12}$ ,  $\text{SO}_2\text{R}^{12}$ ,  $\text{C}_1\text{-C}_8$  alkyl,  $\text{C}_1\text{-C}_8$  haloalkyl,  $\text{C}_1\text{-C}_8$  heteroalkyl,  $\text{C}_2\text{-C}_8$  alkynyl,  $\text{C}_2\text{-C}_8$  alkenyl, aryl, heteroaryl and arylalkyl, wherein the alkyl, haloalkyl,

heteroalkyl, alkynyl, alkenyl, aryl, heteroaryl and arylalkyl groups may be optionally substituted; or

$R^3$  and  $R^5$  taken together form a bond; or

$R^5$  and  $R^7$  taken together form a bond; or

$R^4$  and  $R^6$  taken together form a three- to eight-membered saturated or unsaturated carbocyclic or heterocyclic ring, wherein the carbocyclic or heterocyclic ring may optionally substituted; or

$R^6$  and  $R^8$  taken together form a three- to eight-membered saturated or unsaturated carbocyclic or heterocyclic ring, wherein the carbocyclic or heterocyclic ring may optionally substituted;

$R^9$  and  $R^{10}$  each independently is selected from the group of hydrogen, F, Cl, Br, I, CN,  $OR^{12}$ ,  $NR^{12}R^{13}$ ,  $C_m(R^{12})_{2m}OR^{13}$ ,  $SR^{12}$ ,  $SOR^{12}$ ,  $SO_2R^{12}$ ,  $NR^{12}C(O)R^{13}$ ,  $C_1$ - $C_8$  alkyl,  $C_1$ - $C_8$  haloalkyl,  $C_1$ - $C_8$  heteroalkyl and arylalkyl, wherein the alkyl, haloalkyl, heteroalkyl and arylalkyl groups may be optionally substituted;

5  $R^{11}$  is selected from the group of hydrogen, F, Br, Cl, I, CN,  $C_1$ - $C_8$  alkyl,  $C_1$ - $C_8$  haloalkyl,  $C_1$ - $C_8$  heteroalkyl,  $OR^{14}$ ,  $NR^{14}R^{13}$ ,  $SR^{14}$ ,  $CH_2R^{14}$ ,  $C(O)R^{14}$ ,  $CO_2R^{14}$ ,  $C(O)NR^{14}R^{13}$ ,  $SOR^{14}$  and  $SO_2R^{14}$ , wherein the alkyl, haloalkyl and heteroalkyl groups may be optionally substituted;

10  $R^{12}$  and  $R^{13}$  each independently is selected from the group of hydrogen,  $C_1$ - $C_8$  alkyl,  $C_1$ - $C_8$  haloalkyl,  $C_1$ - $C_8$  heteroalkyl,  $C_2$ - $C_8$  alkenyl,  $C_2$ - $C_8$  alkynyl, heteroaryl and aryl, wherein the alkyl, haloalkyl, heteroalkyl, alkenyl, alkynyl, heteroaryl and aryl groups may be optionally substituted;

15  $R^{14}$  is selected from the group of hydrogen,  $C_1$ - $C_8$  alkyl,  $C_1$ - $C_8$  haloalkyl,  $C_1$ - $C_8$  heteroalkyl, aryl, heteroaryl,  $C(O)R^{15}$ ,  $CO_2R^{15}$  and  $C(O)NR^{15}R^{16}$ , wherein the alkyl, haloalkyl, heteroalkyl, aryl and heteroaryl groups may be optionally substituted;

$R^{15}$  and  $R^{16}$  each independently is selected from the group of hydrogen,  $C_1$ - $C_8$  alkyl,  $C_1$ - $C_8$  haloalkyl,  $C_1$ - $C_8$  heteroalkyl, wherein the alkyl, haloalkyl and heteroalkyl groups may be optionally substituted;

W is O or S;

20 X is selected from the group of O, S and  $N\{R^{14}\}$ ;

Y is selected from the group of O, S,  $N\{R^{12}\}$ ,  $NO\{R^{12}\}$  and  $CR^{12}R^{13}$ ;

Z is selected from the group of O, S and  $N\{R^{12}\}$ ;

n is 0, 1 or 2;

m is 0, 1, or 2;

25 and pharmaceutically acceptable salts thereof.

2. A compound according to claim 1, wherein  $R^2$  is selected from the group of hydrogen, F, Cl, Br,  $CF_3$ ,  $CF_2Cl$ ,  $CF_2H$ ,  $CFH_2$ ,  $C_1$ - $C_6$  alkyl,  $C_1$ - $C_6$  haloalkyl and  $C_1$ - $C_6$

heteroalkyl, wherein the alkyl, haloalkyl and heteroalkyl groups may be optionally substituted.

3. A compound according to claim 1, wherein  $R^2$  is selected from the group of  
5  $CF_2OR^{12}$ ,  $CH_2OR^{12}$ ,  $OR^{12}$ ,  $SR^{12}$ ,  $SOR^{12}$ ,  $SO_2R^{12}$  and  $NR^{12}R^{13}$ .

4. A compound according to claim 1, wherein  $R^2$  is selected from the group of  
hydrogen, F, Cl, Br,  $CF_3$ ,  $CF_2Cl$ ,  $CF_2H$ ,  $CFH_2$ ,  $C_1$ - $C_4$  alkyl,  $C_1$ - $C_4$  haloalkyl,  $C_1$ - $C_4$   
heteroalkyl,  $C_2$ - $C_4$  alkenyl and  $C_2$ - $C_4$  alkynyl, wherein the alkyl, haloalkyl, heteroalkyl,  
10 alkenyl and alkynyl groups may be optionally substituted.

5. A compound according to claim 4, wherein  $R^2$  is selected from the group of  
hydrogen, F, Cl,  $CF_3$ ,  $CF_2Cl$ ,  $CF_2H$ ,  $CFH_2$  and optionally substituted  $C_1$ - $C_4$  alkyl.

6. A compound according to claim 1, wherein  $R^9$  and  $R^{10}$  each independently is  
selected from hydrogen, F, Cl, Br,  $C_1$ - $C_6$  alkyl,  $C_1$ - $C_6$  haloalkyl and  $C_1$ - $C_6$  heteroalkyl,  
wherein the alkyl, haloalkyl and heteroalkyl groups may be optionally substituted

7. A compound according to claim 6, wherein  $R^9$  and  $R^{10}$  each independently is  
20 selected from the group of hydrogen, F, Cl,  $C_1$  -  $C_4$  alkyl,  $C_1$  -  $C_4$  haloalkyl and  $C_1$  -  $C_4$   
heteroalkyl, wherein the alkyl, haloalkyl and heteroalkyl groups may be optionally  
substituted.

8. A compound according to claim 7, wherein  $R^9$  and  $R^{10}$  each independently is  
25 selected from the group of hydrogen, F and  $CH_3$ .

9. A compound according to claim 1, wherein  $R^1$  is selected from the group of hydrogen, F, Cl, Br, I,  $C_1 - C_6$  alkyl,  $C_1 - C_6$  haloalkyl and  $C_1 - C_6$  heteroalkyl, wherein the alkyl, haloalkyl and heteroalkyl groups may be optionally substituted.

5 10. A compound according to claim 9, wherein  $R^1$  is selected from the group of hydrogen, F, Cl,  $C_1 - C_4$  alkyl,  $C_1 - C_4$  haloalkyl and  $C_1 - C_4$  heteroalkyl, wherein the alkyl, haloalkyl and heteroalkyl groups may be optionally substituted.

10 11. A compound according to claim 9, wherein  $R^1$  is hydrogen or F.

12. A compound according to claim 1, wherein Y and W each independently is O or S.

13. A compound according to claim 12, wherein Y and W are each O.

15 14. A compound according to claim 1, wherein  $R^{11}$  is selected from the group of hydrogen, F, Br, Cl, CN,  $C_1 - C_6$  alkyl,  $C_1 - C_6$  haloalkyl,  $C_1 - C_6$  heteroalkyl,  $OR^{14}$ ,  $NR^{14}R^{13}$ ,  $SR^{14}$ ,  $CH_2R^{14}$ ,  $C(O)R^{14}$ ,  $CO_2R^{14}$ ,  $C(O)NR^{14}R^{13}$ ,  $SOR^{14}$  and  $SO_2R^{14}$ , wherein the alkyl, haloalkyl and heteroalkyl groups may be optionally substituted.

20 15. A compound according to claim 14, wherein  $R^{11}$  is selected from the group of hydrogen, F, Cl,  $OR^{14}$ ,  $SR^{14}$ ,  $NR^{14}R^{13}$ ,  $CH_2R^{14}$ ,  $C(O)R^{14}$ ,  $CO_2R^{14}$ ,  $C(O)NR^{14}R^{13}$ ,  $SOR^{14}$ ,  $SO_2R^{14}$  and optionally substituted  $C_1 - C_4$  alkyl.

25 16. A compound according to claim 15, wherein  $R^{11}$  is selected from the group of hydrogen, F, Cl,  $OR^{14}$  and  $SR^{14}$ .

17. A compound according to claim 16, wherein  $R^{11}$  is  $OR^{14}$ .

18. A compound according to claim 1, wherein Z is O or N{R<sup>12</sup>}.

19. A compound according to claim 18, wherein Z is N{R<sup>12</sup>}.

20. A compound according to claim 18, wherein Z is O.

21. A compound according to claim 1, wherein n is 0 or 1.

22. A compound according to claim 21, wherein n is 0.

23. A compound according to claim 1, wherein R<sup>12</sup> is selected from the group of hydrogen, C<sub>1</sub>-C<sub>6</sub> alkyl, C<sub>1</sub>-C<sub>6</sub> haloalkyl, C<sub>1</sub>-C<sub>6</sub> heteroalkyl, C<sub>2</sub>-C<sub>6</sub> alkenyl, C<sub>2</sub>-C<sub>6</sub> alkynyl, heteroaryl and aryl, wherein the alkyl, haloalkyl, heteroalkyl, alkenyl, alkynyl, heteroaryl and aryl groups may be optionally substituted.

24. A compound according to claim 23, wherein R<sup>12</sup> is selected from the group of hydrogen, C<sub>1</sub>-C<sub>4</sub> alkyl, C<sub>1</sub>-C<sub>4</sub> haloalkyl and C<sub>1</sub>-C<sub>4</sub> heteroalkyl, wherein the alkyl, haloalkyl and heteroalkyl groups may be optionally substituted.

25. A compound according to claim 1, wherein R<sup>13</sup> is selected from the group of hydrogen, C<sub>1</sub>-C<sub>6</sub> alkyl, C<sub>1</sub>-C<sub>6</sub> haloalkyl, C<sub>1</sub>-C<sub>6</sub> heteroalkyl, C<sub>2</sub>-C<sub>6</sub> alkenyl, C<sub>2</sub>-C<sub>6</sub> alkynyl, heteroaryl and aryl, wherein the alkyl, haloalkyl, heteroalkyl, alkenyl, alkynyl, heteroaryl and aryl groups may be optionally substituted.

26. A compound according to claim 25, wherein R<sup>13</sup> is selected from the group of hydrogen, C<sub>1</sub>-C<sub>4</sub> alkyl, C<sub>1</sub>-C<sub>4</sub> haloalkyl and C<sub>1</sub>-C<sub>4</sub> heteroalkyl, wherein the alkyl, haloalkyl and heteroalkyl groups may be optionally substituted.

27. A compound according to claim 1, wherein X is O or N{R<sup>14</sup>}.

28. A compound according to claim 27, wherein X is N{R<sup>14</sup>}.

29. A compound according to claim 28, wherein X is NH.

30. A compound according to claim 1, wherein R<sup>3</sup> and R<sup>4</sup> each independently is selected from the group of hydrogen, C<sub>1</sub>-C<sub>6</sub> alkyl, C<sub>1</sub>-C<sub>6</sub> haloalkyl and C<sub>1</sub>-C<sub>6</sub> heteroalkyl, wherein the alkyl, haloalkyl and heteroalkyl groups may be optionally substituted; or

R<sup>3</sup> and R<sup>5</sup> taken together form a bond; or

R<sup>4</sup> and R<sup>6</sup> taken together form a four to six membered saturated or unsaturated carbocyclic or heterocyclic ring, wherein the carbocyclic or heterocyclic ring may be optionally substituted.

31. A compound according to claim 30, wherein R<sup>3</sup> and R<sup>4</sup> each independently is selected from the group of hydrogen, C<sub>1</sub>-C<sub>4</sub> alkyl, C<sub>1</sub>-C<sub>4</sub> haloalkyl and C<sub>1</sub>-C<sub>4</sub> heteroalkyl, wherein the alkyl, haloalkyl and heteroalkyl groups may be optionally substituted.

32. A compound according to claim 1, wherein R<sup>5</sup> and R<sup>7</sup> each independently is selected from the group of hydrogen, C<sub>1</sub>-C<sub>6</sub> alkyl, C<sub>1</sub>-C<sub>6</sub> haloalkyl and C<sub>1</sub>-C<sub>6</sub> heteroalkyl, wherein the alkyl, haloalkyl and heteroalkyl groups may be optionally substituted; or

R<sup>5</sup> and R<sup>7</sup> taken together form a bond.

33. A compound according to claim 32, wherein R<sup>5</sup> and R<sup>7</sup> each independently is selected from the group of hydrogen, C<sub>1</sub>-C<sub>4</sub> alkyl, C<sub>1</sub>-C<sub>4</sub> haloalkyl and C<sub>1</sub>-C<sub>4</sub> heteroalkyl, wherein the alkyl, haloalkyl and heteroalkyl groups may be optionally substituted.



34. A compound according to claim 1, wherein  $R^6$  and  $R^8$  each independently is selected from the group of hydrogen,  $C_1$ - $C_6$  alkyl,  $C_1$ - $C_6$  haloalkyl,  $C_1$ - $C_6$  heteroalkyl, heteroaryl and aryl, wherein the alkyl, haloalkyl, heteroalkyl, heteroaryl and aryl groups may be optionally substituted; or

5  $R^6$  and  $R^8$  taken together form a three to eight membered saturated or unsaturated carbocyclic or heterocyclic ring, wherein the carbocyclic or heterocyclic ring may be optionally substituted.

35. A compound according to claim 34, wherein  $R^6$  and  $R^8$  each independently is selected from the group of hydrogen,  $C_1$  -  $C_4$  alkyl,  $C_1$  -  $C_4$  haloalkyl,  $C_1$  -  $C_4$  heteroalkyl, heteroaryl and aryl, wherein alkyl, haloalkyl, heteroaryl and aryl may be optionally substituted; or

15  $R^6$  and  $R^8$  taken together form a four to six membered saturated or unsaturated carbocyclic or heterocyclic ring, wherein the carbocyclic or heterocyclic ring may be optionally substituted.

36. A compound according to claim 1, wherein:

20  $R^1$  is selected from the group of hydrogen, F, Cl, Br, I,  $C_1$ - $C_6$  alkyl,  $C_1$ - $C_6$  haloalkyl and  $C_1$ - $C_6$  heteroalkyl, wherein the alkyl, haloalkyl and heteroalkyl groups may be optionally substituted;

$R^2$  is selected from the group of hydrogen, F, Cl, Br,  $CF_3$ ,  $CF_2Cl$ ,  $CF_2H$ ,  $CFH_2$ ,  $C_1$ - $C_6$  alkyl;  $C_1$ - $C_6$  haloalkyl and  $C_1$ - $C_6$  heteroalkyl, wherein the alkyl, haloalkyl and heteroalkyl groups may be optionally substituted; and

25  $R^3$  and  $R^4$  each independently is selected from the group of hydrogen,  $C_1$ - $C_6$  alkyl,  $C_1$ - $C_6$  haloalkyl and  $C_1$ - $C_6$  heteroalkyl, wherein the alkyl, haloalkyl and heteroalkyl groups may be optionally substituted.

37. A compound according to claim 36, wherein:

R<sup>5</sup> through R<sup>8</sup> each independently is selected from the group of hydrogen, C<sub>1</sub>-C<sub>6</sub> alkyl, C<sub>1</sub>-C<sub>6</sub> haloalkyl and C<sub>1</sub>-C<sub>6</sub> heteroalkyl, wherein the alkyl, haloalkyl and heteroalkyl groups may be optionally substituted; or

5 R<sup>6</sup> and R<sup>8</sup> taken together form a four to six membered saturated or unsaturated carbocyclic or heterocyclic ring, wherein the carbocyclic or heterocyclic ring may be optionally substituted.

38. A compound according to claim 37, wherein:

10 R<sup>9</sup> and R<sup>10</sup> each independently is selected from the group of hydrogen, F, Cl, Br, C<sub>1</sub>-C<sub>6</sub> alkyl, C<sub>1</sub>-C<sub>6</sub> haloalkyl and C<sub>1</sub>-C<sub>6</sub> heteroalkyl, wherein the alkyl, haloalkyl and heteroalkyl groups may be optionally substituted;

R<sup>12</sup> is selected from the group of hydrogen, C<sub>1</sub>-C<sub>6</sub> alkyl, C<sub>1</sub>-C<sub>6</sub> haloalkyl and C<sub>1</sub>-C<sub>6</sub> heteroalkyl, C<sub>2</sub>-C<sub>6</sub> alkenyl, C<sub>2</sub>-C<sub>6</sub> alkynyl, heteroaryl and aryl, wherein the alkyl, haloalkyl, heteroalkyl, alkenyl, alkynyl, heteroaryl and aryl groups may be optionally substituted; and

15 R<sup>14</sup> is selected from the group of hydrogen, C<sub>1</sub>-C<sub>6</sub> alkyl, C<sub>1</sub>-C<sub>6</sub> haloalkyl, C<sub>1</sub>-C<sub>6</sub> heteroalkyl, C(O)R<sup>15</sup>, CO<sub>2</sub>R<sup>15</sup> and C(O)NR<sup>15</sup>R<sup>16</sup>, wherein the alkyl, haloalkyl and heteroalkyl groups may be optionally substituted.

39. A compound according to claim 38, wherein:

20 W is O or S;

X is O or N{R<sup>14</sup>};

Y is O or S;

Z is O or N{R<sup>12</sup>}; and

n is 0 or 1.

25

40. A compound according to claim 1, wherein said compound is selected from the group of:

5,6,7,8-Tetrahydro-7,7-dimethyl-4-trifluoromethylpyridino[3,2-*f*]quinolin-2(1*H*)-one;

- 5,6,7,8-Tetrahydro-7,7-diethyl-4-trifluoromethylpyridino[3,2-*f*]quinolin-2(1*H*)-one;  
7,8-Dihydro-7,7-dimethyl-4-trifluoromethylpyridino[3,2-*f*]quinolin-2(1*H*)-one;  
5,6,7,8-Tetrahydro-7,7,8-trimethyl-4-trifluoromethylpyridino[3,2-*f*]quinolin-2(1*H*)-one;  
8-Ethyl-5,6,7,8-tetrahydro-7,7-dimethyl-4-trifluoromethylpyridino[3,2-*f*]quinolin-2(1*H*)-one;  
5 5,6,7,8-Tetrahydro-7,7-dimethyl-4-trifluoromethyl-8-propylpyridino[3,2-*f*]quinolin-2(1*H*)-one;  
8-(2,2,2-Trifluoroethyl)-5,6,7,8-tetrahydro-7,7-dimethyl-4-trifluoromethyl-pyridino[3,2-*f*]quinolin-2(1*H*)-one;  
6-Hydrazino-4-trifluoromethylquinolin-2(1*H*)-one;  
10 6-Methyl-4-trifluoromethyl-7*H*-pyrrolo[3,2-*f*]quinolin-2(1*H*)-one;  
5-Isopropyl-6-methyl-4-trifluoromethyl-7*H*-pyrrolo[3,2-*f*]quinolin-2(1*H*)-one;  
5-Allyl-6-methyl-4-trifluoromethyl-7*H*-pyrrolo[3,2-*f*]quinolin-2(1*H*)-one;  
5-(4-Methoxyphenyl)-6-methyl-4-trifluoromethyl-7*H*-pyrrolo[3,2-*f*]quinolin-2(1*H*)-one;  
5-(3-Trifluoromethylphenyl)-6-methyl-4-trifluoromethyl-7*H*-pyrrolo[3,2-*f*]quinolin-2(1*H*)-one;  
15 one;  
4-Trifluoromethyl-5,6,7,8-tetrahydrocyclopentano[*g*]pyrrolo[3,2-*f*]quinolin-2(1*H*)-one;  
4-Trifluoromethyl-5,6,7,8,9,10-hexahydrocycloheptano[*g*]pyrrolo[3,2-*f*]quinolin-2(1*H*)-one;  
(±)-4c,5,6,7,7a(*cis*),8-Hexahydro-8-trifluoroethyl-4-trifluoromethylcyclopentano-  
[*g*]pyrrolo[3,2-*f*]quinolin-2(1*H*)-one;  
20 (±)-6,6a,7,8,9,9a(*cis*)-Hexahydro-6-trifluoroethyl-4-trifluoromethylcyclopentano-  
[*i*]pyrrolo[2,3-*g*]quinolin-2(1*H*)-one;  
(±)-4c,5,6,7,7a(*cis*),8-Hexahydro-8-ethyl-4-trifluoromethylcyclopentano-[*g*]pyrrolo[3,2-*f*]quinolin-2(1*H*)-one;  
(±)-6,6a,7,8,9,9a(*cis*)-Hexahydro-6-ethyl-4-trifluoromethylcyclopentano-[*i*]pyrrolo[2,3-*g*]quinolin-2(1*H*)-one;  
25 (±)-5,6-Dihydro-5,6-*cis*-dimethyl-7-trifluoroethyl-4-trifluoromethyl-7*H*-pyrrolo[3,2-*f*]quinolin-2(1*H*)-one;

(±)-7,8-Dihydro-7,8-*cis*-dimethyl-6-trifluoroethyl-4-trifluoromethyl-6*H*-pyrrolo[2,3-  
g]quinolin-2(1*H*)-one;

(±)-4c,5,6,7,7a(*cis*),8-Hexahydro-8-propyl-4-trifluoromethylcyclopentano-[g]pyrrolo-[3,2-  
f]quinolin-2(1*H*)-one;

5 (±)-4c,5,6,7,7a(*cis*),8-Hexahydro-8-(3-furanylmethyl)-4-trifluoromethyl-  
cyclopentano[g]pyrrolo[3,2-*f*]quinolin-2(1*H*)-one;

(±)-4c,5,6,7,7a(*cis*),8-Hexahydro-8-(3-thiophenemethyl)-4-trifluoromethyl-  
cyclopentano[g]pyrrolo[3,2-*f*]quinolin-2(1*H*)-one;

(±)-4c,5,6,7,7a(*cis*),8-Hexahydro-8-(2-methylpropyl)-4-trifluoromethyl-  
10 cyclopentano[g]pyrrolo[3,2-*f*]quinolin-2(1*H*)-one;

(±)-4c,5,6,7,7a(*cis*),8-Hexahydro-8-(2,2,2-chlorodifluoroethyl)-4-  
trifluoromethylcyclopentano[g]pyrrolo[3,2-*f*]quinolin-2(1*H*)-one;

(±)-4c,5,6,7,7a(*cis*),8-Hexahydro-8-cyclopropylmethyl-4-trifluoromethyl-  
cyclopentano[g]pyrrolo[3,2-*f*]quinolin-2(1*H*)-one;

15 (±)-4c,5,6,7,7a(*cis*),8-Hexahydro-8-(2,2-dimethoxyethyl)-4-trifluoromethyl-  
cyclopentano[g]pyrrolo[3,2-*f*]quinolin-2(1*H*)-one;

(±)-4c,5,6,7,8,8a(*cis*)-Hexahydro-9-(2,2,2-trifluoroethyl)-4-trifluoromethyl-9*H*-  
cyclohexano[g]pyrrolo[3,2-*f*]quinolin-2(1*H*)-one;

(±)-4c,5,6,7,8,9,9a(*cis*),10-Octahydro-10-(2,2,2-trifluoroethyl)-4-trifluoromethyl-  
20 cycloheptano[g]pyrrolo[3,2-*f*]quinolin-2(1*H*)-one;

(±)-5,6- *cis*-Dihydro-6-ethyl-5-methyl-7-(2,2,2-trifluoroethyl)-4-trifluoromethyl-7*H*-  
pyrrolo[3,2-*f*]quinolin-2(1*H*)-one;

(±)-5,6- *cis*-Dihydro-5-butyl-6-methyl-7-(2,2,2-trifluoroethyl)-4-trifluoromethyl-7*H*-  
pyrrolo[3,2-*f*]quinolin-2(1*H*)-one;

25 (±)-5,6- *cis*-Dihydro-5-(4-nitrophenyl)-6-methyl-7-(2,2,2-trifluoroethyl)-4-trifluoromethyl-  
7*H*-pyrrolo[3,2-*f*]quinolin-2(1*H*)-one;

- (±)-5,6- *cis*-Dihydro-5-(4-dimethylaminophenyl)-6-methyl-7-(2,2,2-trifluoroethyl)-4-trifluoromethyl-7*H*-pyrrolo[3,2-*f*]quinolin-2(1*H*)-one;
- (±)-5,6- *cis*-Dihydro-5-(4-methoxyphenyl)-6-methyl-7-(2,2,2-trifluoroethyl)-4-trifluoromethyl-7*H*-pyrrolo[3,2-*f*]quinolin-2(1*H*)-one;
- 5 (±)-5,6- *cis*-Dihydro-5-(3-trifluoromethylphenyl)-6-methyl-7-(2,2,2-trifluoroethyl)-4-trifluoromethyl-7*H*-pyrrolo[3,2-*f*]quinolin-2(1*H*)-one;
- (±)-5,6- *cis*-Dihydro-5-(4-fluorophenyl)-6-methyl-7-(2,2,2-trifluoroethyl)-4-trifluoromethyl-7*H*-pyrrolo[3,2-*f*]quinolin-2(1*H*)-one;
- 10 (±)-5,6-Dihydro-5-phenyl-7-(2,2,2-trifluoroethyl)-4-trifluoromethyl-7*H*-pyrrolo[3,2-*f*]quinolin-2(1*H*)-one;
- (±)-5,6- *cis*-Dihydro-5-(4-methoxyphenyl)-6-methyl-4-trifluoromethyl-7*H*-pyrrolo[3,2-*f*]quinolin-2(1*H*)-one;
- (±)-5,6- *cis*-Dihydro-5-(4-methoxyphenyl)-6-methyl-7-(2,2-dimethoxyethyl)-4-trifluoromethyl-7*H*-pyrrolo[3,2-*f*]quinolin-2(1*H*)-one;
- 15 (±)-5,6- *cis*-Dihydro-5-isopropyl-6-methyl-7-(2,2,2-trifluoroethyl)-4-trifluoromethyl-7*H*-pyrrolo[3,2-*f*]quinolin-2(1*H*)-one;
- (±)-5,6-Dihydro-5-ethyl-6-methyl-7-(2,2,2-trifluoroethyl)-4-trifluoromethyl-7*H*-pyrrolo[3,2-*f*]quinolin-2(1*H*)-one;
- 20 (±)-5,6-Dihydro-5-ethyl-6-propyl-7-(2,2,2-trifluoroethyl)-4-trifluoromethyl-7*H*-pyrrolo[3,2-*f*]quinolin-2(1*H*)-one;
- (±)-5,6-Dihydro-5-(2-ethoxycarbonyl-ethyl)-6-methyl-7-(2,2,2-trifluoroethyl)-4-trifluoromethyl-7*H*-pyrrolo[3,2-*f*]quinolin-2(1*H*)-one;
- 6-Ethyl-5-methyl-7*H*-pyrrolo[3,2-*f*]quinolin-2(1*H*)-one;
- (±)-5,6-*cis*-Dihydro-5-methyl-6-ethyl-7-(2,2,2-trifluoroethyl)-7*H*-pyrrolo[3,2-*f*]quinolin-2(1*H*)-one;
- 25 5,6-Dimethyl-7-(2,2,2-trifluoroethyl)-4-trifluoromethyl-7*H*-pyrrolo[3,2-*f*]quinolin-2(1*H*)-one;
- 6-Ethyl-5-methyl-7-(2,2,2-trifluoroethyl)-7*H*-pyrrolo[3,2-*f*]quinolin-2(1*H*)-one;

- 6-Methyl-7-(2,2,2-trifluoroethyl)-4-trifluoromethyl-7*H*-pyrrolo[3,2-*f*]quinolin-2(1*H*)-one;  
6-Ethyl-5-methyl-7-(2,2,2-trifluoroethyl)-4-trifluoromethyl-7*H*-pyrrolo[3,2-*f*]quinolin-2(1*H*)-one;  
5-Ethyl-6-methyl-7-(2,2,2-trifluoroethyl)-4-trifluoromethyl-7*H*-pyrrolo[3,2-*f*]quinolin-2(1*H*)-one;  
5-Ethyl-6-propyl-7-(2,2,2-trifluoroethyl)-4-trifluoromethyl-7*H*-pyrrolo[3,2-*f*]quinolin-2(1*H*)-one;  
5,6,7,8-Tetrahydro-8-trifluoroethyl-4-trifluoromethylcyclopentano[*g*]pyrrolo[3,2-*f*]quinolin-2(1*H*)-one;  
8-Trifluoroethyl-4-trifluoromethyl-6,8-dihydrocyclopentano[*g*]pyrrolo[3,2-*f*]quinolin-2(1*H*)-one;  
9-Trifluoroethyl-4-trifluoromethyl-9*H*-benzo[*g*]pyrrolo[3,2-*f*]quinolin-2(1*H*)-one;  
6-Trifluoroethyl-4-trifluoromethyl-6,7,8,9-tetrahydrocyclopentano[*i*]pyrrolo[2,3-*g*]quinolin-2(1*H*)-one;  
5-(3-Trifluoromethylphenyl)-6-methyl-7-(2,2,2-trifluoroethyl)-4-trifluoromethyl-7*H*-pyrrolo[3,2-*f*]quinolin-2(1*H*)-one;  
5-(4-Fluorophenyl)-6-methyl-7-(2,2,2-trifluoroethyl)-4-trifluoromethyl-7*H*-pyrrolo[3,2-*f*]quinolin-2(1*H*)-one;  
5-(2-Ethoxycarbonyl-ethyl)-6-methyl-7-(2,2,2-trifluoroethyl)-4-trifluoromethyl-7*H*-pyrrolo[3,2-*f*]quinolin-2(1*H*)-one;  
7-Ethyl-8-methyl-6-(2,2,2-trifluoroethyl)-4-trifluoromethyl-6*H*-pyrrolo[2,3-*g*]quinolin-2(1*H*)-one;  
5-Hydroxymethyl-6-ethyl-7-(2,2,2-trifluoroethyl)-4-trifluoromethyl-7*H*-pyrrolo[3,2-*f*]quinolin-2(1*H*)-one;  
5-Methyl-6-(1-hydroxyethyl)-7-(2,2,2-trifluoroethyl)-4-trifluoromethyl-7*H*-pyrrolo[3,2-*f*]quinolin-2(1*H*)-one;  
5-Methyl-6-acetyl-7-(2,2,2-trifluoroethyl)-4-trifluoromethyl-7*H*-pyrrolo[3,2-*f*]quinolin-2(1*H*)-one;

- 5-Formyl-6-methyl-7-(2,2,2-trifluoroethyl)-4-trifluoromethyl-7*H*-pyrrolo[3,2-*f*]quinolin-2(1*H*)-one;
- 5-Acetyloxymethyl-6-ethyl-7-(2,2,2-trifluoroethyl)-4-trifluoromethyl-7*H*-pyrrolo[3,2-*f*]quinolin-2(1*H*)-one;
- 5 2-Acetyloxy-5-hydroxymethyl-6-ethyl-7-(2,2,2-trifluoroethyl)-4-trifluoromethyl-7*H*-pyrrolo[3,2-*f*]quinoline;
- 6-Ethyl-7-(2,2,2-trifluoroethyl)-4-trifluoromethyl-7*H*-pyrrolo[3,2-*f*]quinolin-2(1*H*)-one;
- 5-Ethoxymethyl-6-ethyl-7-(2,2,2-trifluoroethyl)-4-trifluoromethyl-7*H*-pyrrolo[3,2-*f*]quinolin-2(1*H*)-one;
- 10 6-(1-Methoxyethyl)-5-methyl-7-(2,2,2-trifluoroethyl)-4-trifluoromethyl-7*H*-pyrrolo[3,2-*f*]quinolin-2(1*H*)-one;
- 7-Allyl-6-methyl-4-trifluoromethyl-5*H*-pyrrolo[2,3-*f*]quinolin-2(1*H*)-one;
- 6-Ethyl-7-methyl-4-trifluoromethyl-5*H*-pyrrolo[2,3-*f*]quinolin-2(1*H*)-one;
- 7-(3-Trifluoromethylphenyl)-6-methyl-4-trifluoromethyl-5*H*-pyrrolo[2,3-*f*]quinolin-2(1*H*)-one;
- 15 7-(2-Hydroxyethyl)-6-methyl-4-trifluoromethyl-5*H*-pyrrolo[2,3-*f*]quinolin-2(1*H*)-one;
- (+)-4*c*,5,6,7,7*a*(*cis*),8-Hexahydro-8-trifluoroethyl-4-trifluoromethylcyclopentano-[*g*]pyrrolo[3,2-*f*]quinolin-2(1*H*)-one;
- (-)-4*c*,5,6,7,7*a*(*cis*),8-Hexahydro-8-trifluoroethyl-4-trifluoromethylcyclopentano-[*g*]pyrrolo[3,2-*f*]quinolin-2(1*H*)-one;
- 20 4-Trifluoromethyl-6,7-dihydro-7,7,9-trimethyl-pyrido[2,3-*g*]quinolin-2(1*H*)-one;
- 8-(2,2,2-Trifluoroethyl)-5,6,7,8-tetrahydro-5,7,7-trimethylpyrido[3,2-*f*]quinolin-2(1*H*)-one;
- 4,5,7-Tri(trifluoromethyl)pyrido[3,2-*f*]quinolin-2(1*H*)-one;
- 5,7-Bis(trifluoromethyl)pyrido[3,2-*f*]quinolin-2(1*H*)-one;
- 25 4-Trifluoromethyl-7-methyl-6,7,8,9-tetrahydropyrido[2,3-*g*]quinolin-2(1*H*)-one;
- 4-Trifluoromethyl-7,8-dihydro-6*H*-pyrrolo[2,3-*g*]quinolin-2(1*H*)-one;
- 4-Trifluoromethyl-5,6,7,8-terahydropyrido[2,3-*g*]quinolin-2(1*H*)-one;
- 4-Trifluoromethyl-7-methyl-6-propyl-6,7,8,9-tetrahydropyrido[2,3-*g*]quinolin-2(1*H*)-one;

4-Trifluoromethyl-7-methyl-6-cyclopropylmethyl-6,7,8,9-tetrahydropyrido[2,3-*g*]quinolin-2(1*H*)-one;

4-Trifluoromethyl-7-methyl-6-ethyl-6,7,8,9-tetrahydropyrido[2,3-*g*]quinolin-2(1*H*)-one;

4-Trifluoromethyl-7-methyl-6-(2,2,2-trifluoroethyl)-6,7,8,9-tetrahydropyrido[2,3-*g*]quinolin-2(1*H*)-one;

4-Trifluoromethyl-6-(2,2,2-trifluoroethyl)-6,7,8,9-tetrahydropyrido[2,3-*g*]quinolin-2(1*H*)-one;

4-Trifluoromethyl-6-propyl-6,7,8,9-tetrahydropyrido[2,3-*g*]quinolin-2(1*H*)-one;

4-Trifluoromethyl-6-ethyl-6,7,8,9-tetrahydropyrido[2,3-*g*]quinolin-2(1*H*)-one;

4-Trifluoromethyl-6-cyclopropylmethyl-6,7,8,9-tetrahydropyrido[2,3-*g*]quinolin-2(1*H*)-one;

6,7-Dihydro-8,8-dimethyl-4-(trifluoromethyl)-8*H*-pyrano[3,2-*g*]quinolin-2(1*H*)-one;

6,7-Dihydro-8,8,10-trimethyl-4-(trifluoromethyl)-8*H*-pyrano[3,2-*g*]quinolin-2(1*H*)-one;

(±)-6,7-Dihydro-6-ethyl-4-methyl-8*H*-pyrano[3,2-*g*]quinolin-2(1*H*)-one

(±)-7,8-Dihydro-8-ethyl-4-methyl-6*H*-pyrano[2,3-*f*]quinolin-2(1*H*)-one;

(±)-6,7-Dihydro-6-ethyl-4-trifluoromethyl-8*H*-pyrano[3,2-*g*]quinolin-2(1*H*)-one;

(-)-6,7-Dihydro-6-ethyl-4-trifluoromethyl-8*H*-pyrano[3,2-*g*]quinolin-2(1*H*)-one;

(+)-6,7-Dihydro-6-ethyl-4-trifluoromethyl-8*H*-pyrano[3,2-*g*]quinolin-2(1*H*)-one;

(±)-6,7-Dihydro-6-ethyl-3-fluoro-4-trifluoromethyl-8*H*-pyrano[3,2-*g*]quinolin-2(1*H*)-one;

(±)-6,7-Dihydro-6-ethyl-4-trifluoromethyl-1-methyl-8*H*-pyrano[3,2-*g*]quinolin-2(1*H*)-one;

(±)-6,7-Dihydro-6-ethyl-3-fluoro-4-trifluoromethyl-1-methyl-8*H*-pyrano[3,2-*g*]quinolin-2(1*H*)-one;

(±)-6,7-Dihydro-6-ethyl-2,4-bis(trifluoromethyl)-8*H*-pyrano[3,2-*g*]quinoline;

6,8,8-Trimethyl-4-trifluoromethyl-8*H*-pyrano[3,2-*g*]coumarin;

6-Ethyl-8,8-dimethyl-4-trifluoromethyl-8*H*-pyrano[3,2-*g*]coumarin;

(±)-5,6-Dihydro-6-hydroxymethyl-4-trifluoromethylpyrrolo[3,2-*f*]quinolin-2(1*H*)-one;

(±)-5,6-Dihydro-7-ethyl-6-hydroxymethyl-4-trifluoromethylpyrrolo[3,2-*f*]quinolin-2(1*H*)-one;

7,8-Dihydro-6-(2,2,2-trifluoroethyl)-4-trifluoromethylpyrrolo[2,3-*g*]quinolin-2(1*H*)-one;

6-(2,2,2-Trifluoroethyl)-4-trifluoromethylpyrrolo[2,3-*g*]quinolin-2(1*H*)-one;



8-Chloro-6-(2,2,2-trifluoroethyl)-4-trifluoromethylpyrrolo[2,3-g]quinolin-2(1H)-one;  
5-Methyl-7-(2,2,2-trifluoroethyl)-4-trifluoromethylpyrrolo[3,2-f]quinolin-2(1H)-one;  
6-Formyl-5-methyl-7-(2,2,2-trifluoroethyl)-4-trifluoromethyl-7H-pyrrolo[3,2-f]quinolin-  
2(1H)-one; and

5 5,6-Dimethyl-7-(2,2-difluorovinyl)-4-trifluoromethyl-7H-pyrrolo[3,2-f]quinolin-2(1H)-one.

41. A compound according to claim 1, wherein said compound is selected from the group of:

8-Ethyl-5,6,7,8-tetrahydro-7,7-dimethyl-4-trifluoromethylpyridino[3,2-f]quinolin-2(1H)-one;  
10 5,6,7,8-Tetrahydro-7,7-dimethyl-4-trifluoromethyl-8-propylpyridino[3,2-f]quinolin-2(1H)-  
one;

8-(2,2,2-Trifluoroethyl)-5,6,7,8-tetrahydro-7,7-dimethyl-4-trifluoromethyl-pyridino[3,2-  
f]quinolin-2(1H)-one;

(±)-4c,5,6,7,7a(cis),8-Hexahydro-8-trifluoroethyl-4-trifluoromethylcyclopentano-  
15 [g]pyrrolo[3,2-f]quinolin-2(1H)-one;

(±)-6,6a,7,8,9,9a(cis)-Hexahydro-6-trifluoroethyl-4-trifluoromethylcyclopentano-  
[i]pyrrolo[2,3-g]quinolin-2(1H)-one;

(±)-4c,5,6,7,7a(cis),8-Hexahydro-8-ethyl-4-trifluoromethylcyclopentano-[g]pyrrolo[3,2-  
f]quinolin-2(1H)-one;

20 (±)-5,6-Dihydro-5,6-cis-dimethyl-7-trifluoroethyl-4-trifluoromethyl-7H-pyrrolo[3,2-  
f]quinolin-2(1H)-one;

(±)-7,8-Dihydro-7,8-cis-dimethyl-6-trifluoroethyl-4-trifluoromethyl-6H-pyrrolo[2,3-  
g]quinolin-2(1H)-one;

(±)-4c,5,6,7,7a(cis),8-Hexahydro-8-propyl-4-trifluoromethylcyclopentano-[g]pyrrolo-[3,2-  
25 f]quinolin-2(1H)-one;

(±)-4c,5,6,7,7a(cis),8-Hexahydro-8-(2,2,2-chlorodifluoroethyl)-4-  
trifluoromethylcyclopentano[g]pyrrolo[3,2-f]quinolin-2(1H)-one;

- (±)-4c,5,6,7,7a(*cis*),8-Hexahydro-8-cyclopropylmethyl-4-trifluoromethyl-  
cyclopentano[g]pyrrolo[3,2-*f*]quinolin-2(1*H*)-one;
- (±)-4c,5,6,7,8,8a(*cis*)-Hexahydro-9-(2,2,2-trifluoroethyl)-4-trifluoromethyl-9H-  
cyclohexano[g]pyrrolo[3,2-*f*]quinolin-2(1*H*)-one;
- 5 (±)-5,6- *cis*-Dihydro-6-ethyl-5-methyl-7-(2,2,2-trifluoroethyl)-4-trifluoromethyl-7*H*-  
pyrrolo[3,2-*f*]quinolin-2(1*H*)-one;
- (±)-5,6- *cis*-Dihydro-5-butyl-6-methyl-7-(2,2,2-trifluoroethyl)-4-trifluoromethyl-7*H*-  
pyrrolo[3,2-*f*]quinolin-2(1*H*)-one;
- (±)-5,6-Dihydro-5-ethyl-6-methyl-7-(2,2,2-trifluoroethyl)-4-trifluoromethyl-7*H*-pyrrolo[3,2-  
10 *f*]quinolin-2(1*H*)-one;
- (±)-5,6-Dihydro-5-ethyl-6-propyl-7-(2,2,2-trifluoroethyl)-4-trifluoromethyl-7*H*-pyrrolo[3,2-  
*f*]quinolin-2(1*H*)-one;
- (±)-5,6-*cis*-Dihydro-5-methyl-6-ethyl-7-(2,2,2-trifluoroethyl)-7*H*-pyrrolo[3,2-*f*]quinolin-  
2(1*H*)-one;
- 15 5,6-Dimethyl-7-(2,2,2-trifluoroethyl)-4-trifluoromethyl-7*H*-pyrrolo[3,2-*f*]quinolin-2(1*H*)-one;
- 6-Methyl-7-(2,2,2-trifluoroethyl)-4-trifluoromethyl-7*H*-pyrrolo[3,2-*f*]quinolin-2(1*H*)-one;
- 6-Ethyl-5-methyl-7-(2,2,2-trifluoroethyl)-4-trifluoromethyl-7*H*-pyrrolo[3,2-*f*]quinolin-2(1*H*)-  
one;
- 5-Ethyl-6-methyl-7-(2,2,2-trifluoroethyl)-4-trifluoromethyl-7*H*-pyrrolo[3,2-*f*]quinolin-2(1*H*)-  
20 one;
- 5,6,7,8-Tetrahydro-8-trifluoroethyl-4-trifluoromethylcyclopentano[g]pyrrolo[3,2-*f*]quinolin-  
2(1*H*)-one;
- 6-Trifluoroethyl-4-trifluoromethyl-6,7,8,9-tetrahydrocyclopentano[*i*]pyrrolo[2,3-*g*]quinolin-  
2(1*H*)-one;
- 25 7-Ethyl-8-methyl-6-(2,2,2-trifluoroethyl)-4-trifluoromethyl-6*H*-pyrrolo[2,3-*g*]quinolin-2(1*H*)-  
one;
- 6-Ethyl-7-(2,2,2-trifluoroethyl)-4-trifluoromethyl-7*H*-pyrrolo[3,2-*f*]quinolin-2(1*H*)-one;

(+)-4c,5,6,7,7a(*cis*),8-Hexahydro-8-trifluoroethyl-4-trifluoromethylcyclopentano-  
[g]pyrrolo[3,2-*f*]quinolin-2(1*H*)-one;

(-)-4c,5,6,7,7a(*cis*),8-Hexahydro-8-trifluoroethyl-4-trifluoromethylcyclopentano-  
[g]pyrrolo[3,2-*f*]quinolin-2(1*H*)-one;

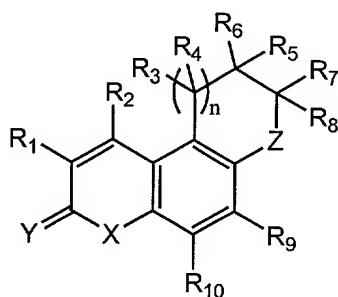
5 8-(2,2,2-Trifluoroethyl)-5,6,7,8-tetrahydro-5,7,7-trimethylpyrido[3,2-*f*]quinolin-2(1*H*)-one;  
4-Trifluoromethyl-7-methyl-6-(2,2,2-trifluoroethyl)-6,7,8,9-tetrahydropyrido[2,3-*g*]quinolin-  
2(1*H*)-one;

6,7-Dihydro-8,8-dimethyl-4-(trifluoromethyl)-8*H*-pyrano[3,2-*g*]quinolin-2(1*H*)-one;

(-)-6,7-Dihydro-6-ethyl-4-trifluoromethyl-8*H*-pyrano[3,2-*g*]quinolin-2(1*H*)-one; and

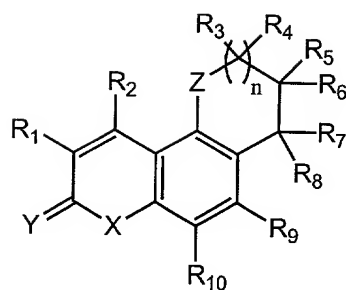
10 (+)-6,7-Dihydro-6-ethyl-4-trifluoromethyl-8*H*-pyrano[3,2-*g*]quinolin-2(1*H*)-one.

42. A pharmaceutical composition comprising a pharmaceutically acceptable  
carrier and a compound of formula:



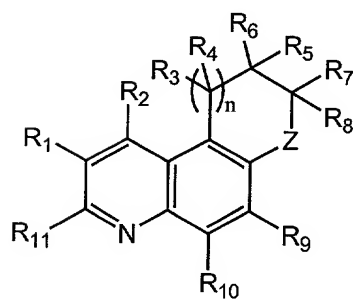
(I)

OR



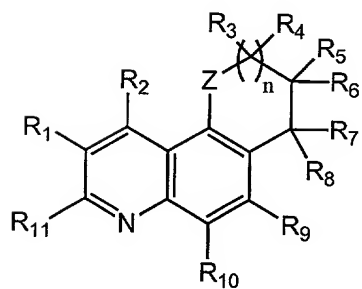
(II)

OR



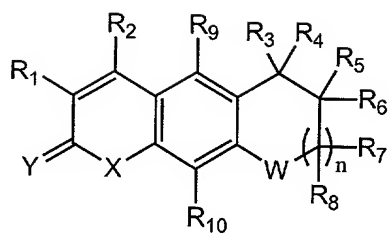
(III)

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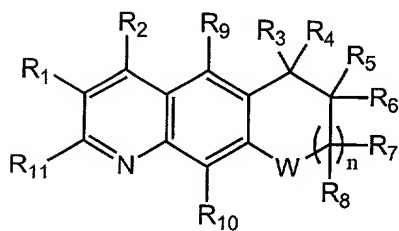
(IV)

OR



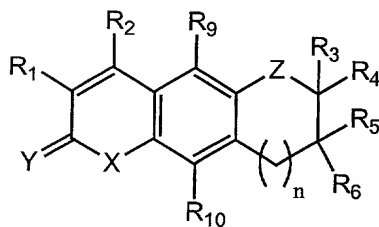
(V)

OR



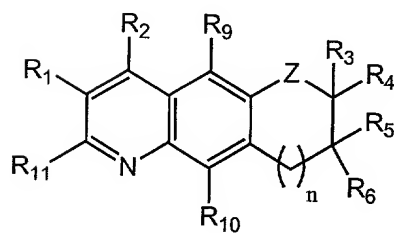
(VI)

OR



(VII)

OR



(VIII)

wherein:

$R^1$  is selected from the group of hydrogen, F, Cl, Br, I,  $NO_2$ ,  $OR^{12}$ ,  $SR^{12}$ ,  $SOR^{12}$ ,  $SO_2R^{12}$ ,  $NR^{12}R^{13}$ ,  $C_1$ - $C_8$  alkyl,  $C_1$ - $C_8$  haloalkyl and  $C_1$ - $C_8$  heteroalkyl, wherein the alkyl, haloalkyl and heteroalkyl groups may be optionally substituted;

$R^2$  is selected from the group of hydrogen, F, Cl, Br, I,  $CH_3$ ,  $CF_3$ ,  $CHF_2$ ,  $CH_2F$ ,  $CF_2Cl$ ,  
5  $CN$ ,  $CF_2OR^{12}$ ,  $CH_2OR^{12}$ ,  $OR^{12}$ ,  $SR^{12}$ ,  $SOR^{12}$ ,  $SO_2R^{12}$ ,  $NR^{12}R^{13}$ ,  $C_1$ - $C_8$  alkyl,  $C_1$ - $C_8$  haloalkyl,  $C_1$ - $C_8$  heteroalkyl,  $C_2$ - $C_8$  alkenyl and  $C_2$ - $C_8$  alkynyl, wherein the alkyl, haloalkyl, heteroalkyl, alkenyl and alkynyl groups may be optionally substituted;

$R^3$  through  $R^8$  each independently is selected from the group of hydrogen, F, Cl, Br, I,  $OR^{12}$ ,  $NR^{12}R^{13}$ ,  $SR^{12}$ ,  $SOR^{12}$ ,  $SO_2R^{12}$ ,  $C_1$ - $C_8$  alkyl,  $C_1$ - $C_8$  haloalkyl,  $C_1$ - $C_8$  heteroalkyl,  $C_2$ - $C_8$   
10 alkynyl,  $C_2$ - $C_8$  alkenyl, aryl, heteroaryl and arylalkyl, wherein the alkyl, haloalkyl, heteroalkyl, alkynyl, alkenyl, aryl, heteroaryl and arylalkyl groups may be optionally substituted; or

$R^3$  and  $R^5$  taken together form a bond; or

$R^5$  and  $R^7$  taken together form a bond; or

$R^4$  and  $R^6$  taken together form a three- to eight-membered saturated or unsaturated carbocyclic or heterocyclic ring, wherein the carbocyclic or heterocyclic ring may optionally  
5 substituted; or

$R^6$  and  $R^8$  taken together form a three- to eight-membered saturated or unsaturated carbocyclic or heterocyclic ring, wherein the carbocyclic or heterocyclic ring may optionally  
20 substituted;

$R^9$  and  $R^{10}$  each independently is selected from the group of hydrogen, F, Cl, Br, I,  $CN$ ,  $OR^{12}$ ,  $NR^{12}R^{13}$ ,  $C_m(R^{12})_{2m}OR^{13}$ ,  $SR^{12}$ ,  $SOR^{12}$ ,  $SO_2R^{12}$ ,  $NR^{12}C(O)R^{13}$ ,  $C_1$ - $C_8$  alkyl,  $C_1$ - $C_8$  haloalkyl,  $C_1$ - $C_8$  heteroalkyl and arylalkyl, wherein the alkyl, haloalkyl, heteroalkyl and arylalkyl groups may be optionally substituted;

$R^{11}$  is selected from the group of hydrogen, F, Br, Cl, I,  $CN$ ,  $C_1$ - $C_8$  alkyl,  $C_1$ - $C_8$  haloalkyl,  $C_1$ - $C_8$  heteroalkyl,  $OR^{14}$ ,  $NR^{14}R^{13}$ ,  $SR^{14}$ ,  $CH_2R^{14}$ ,  $C(O)R^{14}$ ,  $CO_2R^{14}$ ,  $C(O)NR^{14}R^{13}$ ,  
25  $SOR^{14}$  and  $SO_2R^{14}$ , wherein the alkyl, haloalkyl and heteroalkyl groups may be optionally substituted;

$R^{12}$  and  $R^{13}$  each independently is selected from the group of hydrogen,  $C_1$ - $C_8$  alkyl,  $C_1$ - $C_8$  haloalkyl,  $C_1$ - $C_8$  heteroalkyl,  $C_2$ - $C_8$  alkenyl,  $C_2$ - $C_8$  alkynyl, heteroaryl and aryl, wherein the alkyl, haloalkyl, heteroalkyl, alkenyl, alkynyl, heteroaryl and aryl groups may be optionally substituted;

5  $R^{14}$  is selected from the group of hydrogen,  $C_1$ - $C_8$  alkyl,  $C_1$ - $C_8$  haloalkyl,  $C_1$ - $C_8$  heteroalkyl, aryl, heteroaryl,  $C(O)R^{15}$ ,  $CO_2R^{15}$  and  $C(O)NR^{15}R^{16}$ , wherein the alkyl, haloalkyl, heteroalkyl, aryl and heteroaryl groups may be optionally substituted;

10  $R^{15}$  and  $R^{16}$  each independently is selected from the group of hydrogen,  $C_1$ - $C_8$  alkyl,  $C_1$ - $C_8$  haloalkyl,  $C_1$ - $C_8$  heteroalkyl, wherein the alkyl, haloalkyl and heteroalkyl groups may be optionally substituted;

W is O or S;

X is selected from the group of O, S and  $N\{R^{14}\}$ ;

Y is selected from the group of O, S,  $N\{R^{12}\}$ ,  $N\{OR^{12}\}$  and  $CR^{12}R^{13}$ ;

Z is selected from the group of O, S and  $N\{R^{12}\}$ ;

15 n is 0, 1 or 2;

m is 0, 1, or 2;

and pharmaceutically acceptable salts thereof.

20 43. A pharmaceutical composition according to claim 42, wherein the carrier is suitable for enteral, parenteral, suppository, or topical administration.

25 44. A pharmaceutical composition according to claim 42, wherein  $R^1$  is selected from the group of hydrogen, F, Cl, Br, I,  $C_1 - C_6$  alkyl,  $C_1 - C_6$  haloalkyl and  $C_1 - C_6$  heteroalkyl, wherein the alkyl, haloalkyl and heteroalkyl groups may be optionally substituted.

45. A pharmaceutical composition according to claim 44, wherein  $R^1$  is selected from the group of hydrogen, F, Cl,  $C_1 - C_4$  alkyl,  $C_1 - C_4$  haloalkyl and  $C_1 - C_4$  heteroalkyl, wherein the alkyl, haloalkyl and heteroalkyl groups may be optionally substituted.

5 46. A pharmaceutical composition according to claim 42, wherein  $R^2$  is selected from the group of hydrogen, F, Cl, Br,  $CF_3$ ,  $CF_2Cl$ ,  $CF_2H$ ,  $CFH_2$ ,  $C_1 - C_6$  alkyl,  $C_1 - C_6$  haloalkyl and  $C_1 - C_6$  heteroalkyl, wherein the alkyl, haloalkyl and heteroalkyl groups may be optionally substituted.

10 47. A pharmaceutical composition according to claim 46, wherein  $R^2$  is selected from the group of hydrogen, F, Cl, Br,  $CF_3$ ,  $CF_2Cl$ ,  $CF_2H$ ,  $CFH_2$ ,  $C_1 - C_4$  alkyl,  $C_1 - C_4$  haloalkyl and  $C_1 - C_4$  heteroalkyl, wherein the alkyl, haloalkyl and heteroalkyl groups may be optionally substituted.

15 48. A pharmaceutical composition according to claim 42, wherein  $R^9$  and  $R^{10}$  each independently is selected from the group of hydrogen, F, Cl, Br,  $C_1 - C_6$  alkyl,  $C_1 - C_6$  haloalkyl and  $C_1 - C_6$  heteroalkyl, wherein the alkyl, haloalkyl and heteroalkyl groups may be optionally substituted.

20 49. A pharmaceutical composition according to claim 48, wherein  $R^9$  and  $R^{10}$  each independently is selected from the group of hydrogen, F and  $CH_3$ .

25 50. A pharmaceutical composition according to claim 42, wherein  $R^{11}$  is selected from the group of hydrogen, F, Br, Cl, CN,  $C_1 - C_6$  alkyl,  $C_1 - C_6$  haloalkyl,  $C_1 - C_6$  heteroalkyl,  $OR^{14}$ ,  $NR^{14}R^{13}$ ,  $SR^{14}$ ,  $CH_2R^{14}$ ,  $C(O)R^{14}$ ,  $CO_2R^{14}$ ,  $C(O)NR^{14}R^{13}$ ,  $SOR^{14}$  and  $SO_2R^{14}$ , wherein the alkyl, haloalkyl and heteroalkyl groups may be optionally substituted.



51. A pharmaceutical composition according to claim 50, wherein  $R^{11}$  is selected from the group of hydrogen, F, Cl,  $OR^{14}$ ,  $SR^{14}$ ,  $NR^{14}R^{13}$ ,  $CH_2R^{14}$ ,  $C(O)R^{14}$ ,  $CO_2R^{14}$ ,  $C(O)NR^{14}R^{13}$ ,  $SOR^{14}$ ,  $SO_2R^{14}$  and optionally substituted  $C_1$ - $C_4$  alkyl.

5 52. A pharmaceutical composition according to claim 42, wherein Y and W each independently is O or S.

53. A pharmaceutical composition according to claim 42, wherein Z is O or  $N\{R^{12}\}$ .

10 54. A pharmaceutical composition according to claim 42, wherein n is 0.

55. A pharmaceutical composition according to claim 42, wherein  $R^{12}$  is selected from the group of hydrogen,  $C_1$ - $C_6$  alkyl,  $C_1$ - $C_6$  haloalkyl,  $C_1$ - $C_6$  heteroalkyl,  $C_2$ - $C_6$  alkenyl,  $C_2$ - $C_6$  alkynyl, heteroaryl and aryl, wherein the alkyl, haloalkyl, heteroalkyl, alkenyl, alkynyl, heteroaryl and aryl groups may be optionally substituted.

15 56. A pharmaceutical composition according to claim 42, wherein X is O or  $N\{R^{14}\}$ .

20 57. A pharmaceutical composition according to claim 42, wherein  $R^3$  and  $R^4$  each independently is selected from the group of hydrogen,  $C_1$ - $C_6$  alkyl,  $C_1$ - $C_6$  haloalkyl and  $C_1$ - $C_6$  heteroalkyl, wherein the alkyl, haloalkyl and heteroalkyl groups may be optionally substituted; or

25  $R^3$  and  $R^5$  taken together form a bond; or  
 $R^4$  and  $R^6$  taken together form a four to six membered carbocyclic or heterocyclic ring, wherein the carbocyclic or heterocyclic ring may be optionally substituted.

58. A pharmaceutical composition according to claim 42, wherein  $R^5$  and  $R^7$  each independently is selected from the group of hydrogen,  $C_1$ - $C_6$  alkyl,  $C_1$ - $C_6$  haloalkyl and  $C_1$ - $C_6$  heteroalkyl, wherein the alkyl, haloalkyl and heteroalkyl groups may be optionally substituted; or

5  $R^5$  and  $R^7$  taken together form a bond.

59. A pharmaceutical composition according to claim 42, wherein  $R^6$  and  $R^8$  each independently is selected from the group of hydrogen,  $C_1$ - $C_6$  alkyl,  $C_1$ - $C_6$  haloalkyl,  $C_1$ - $C_6$  heteroalkyl, heteroaryl and aryl, wherein the alkyl, haloalkyl, heteroalkyl, heteroaryl and aryl groups may be optionally substituted; or

$R^6$  and  $R^8$  taken together form a three to eight membered saturated or unsaturated carbocyclic or heterocyclic ring, wherein the carbocyclic or heterocyclic ring may be optionally substituted.

60. A pharmaceutical composition according to claim 42, wherein:

$R^1$  is selected from the group of hydrogen, F, Cl, Br, I,  $C_1$ - $C_6$  alkyl,  $C_1$ - $C_6$  haloalkyl and  $C_1$ - $C_6$  heteroalkyl, wherein the alkyl, haloalkyl and heteroalkyl groups may be optionally substituted;

20  $R^2$  is selected from the group of hydrogen, F, Cl, Br,  $CF_3$ ,  $CF_2Cl$ ,  $CF_2H$ ,  $CFH_2$ ,  $C_1$ - $C_6$  alkyl;  $C_1$ - $C_6$  haloalkyl and  $C_1$ - $C_6$  heteroalkyl, wherein the alkyl, haloalkyl and heteroalkyl groups may be optionally substituted; and

$R^3$  and  $R^4$  each independently is selected from the group of hydrogen,  $C_1$ - $C_6$  alkyl,  $C_1$ - $C_6$  haloalkyl and  $C_1$ - $C_6$  heteroalkyl, wherein the alkyl, haloalkyl and heteroalkyl groups may be optionally substituted.

25 61. A pharmaceutical composition according to claim 60, wherein:

R<sup>5</sup> through R<sup>8</sup> each independently is selected from the group of hydrogen, C<sub>1</sub>-C<sub>6</sub> alkyl, C<sub>1</sub>-C<sub>6</sub> haloalkyl and C<sub>1</sub>-C<sub>6</sub> heteroalkyl, wherein the alkyl, haloalkyl and heteroalkyl groups may be optionally substituted; or

R<sup>6</sup> and R<sup>8</sup> taken together form a four to six membered saturated or unsaturated carbocyclic or heterocyclic ring, wherein the carbocyclic or heterocyclic ring may be optionally substituted.

62. A pharmaceutical composition according to claim 61, wherein:

R<sup>9</sup> and R<sup>10</sup> each independently is selected from the group of hydrogen, F, Cl, Br, C<sub>1</sub>-C<sub>6</sub> alkyl, C<sub>1</sub>-C<sub>6</sub> haloalkyl and C<sub>1</sub>-C<sub>6</sub> heteroalkyl, wherein the alkyl, haloalkyl and heteroalkyl groups may be optionally substituted;

R<sup>12</sup> is selected from the group of hydrogen, C<sub>1</sub>-C<sub>6</sub> alkyl, C<sub>1</sub>-C<sub>6</sub> haloalkyl and C<sub>1</sub>-C<sub>6</sub> heteroalkyl, C<sub>2</sub>-C<sub>6</sub> alkenyl, C<sub>2</sub>-C<sub>6</sub> alkynyl, heteroaryl and aryl, wherein the alkyl, haloalkyl, heteroalkyl, alkenyl, alkynyl, heteroaryl and aryl groups may be optionally substituted; and

R<sup>14</sup> is selected from the group of hydrogen, C<sub>1</sub>-C<sub>6</sub> alkyl, C<sub>1</sub>-C<sub>6</sub> haloalkyl, C<sub>1</sub>-C<sub>6</sub> heteroalkyl, C(O)R<sup>15</sup>, CO<sub>2</sub>R<sup>15</sup> and C(O)NR<sup>15</sup>R<sup>16</sup>, wherein the alkyl, haloalkyl and heteroalkyl groups may be optionally substituted.

63. A pharmaceutical composition according to claim 62, wherein:

W is O or S;

X is O or N{R<sup>14</sup>};

Y is O or S;

Z is O or N{R<sup>12</sup>}; and

n is 0 or 1.

64. A method of treating an individual having a condition mediated by an androgen receptor comprising administering to said individual a pharmaceutically effective amount of a compound according to any one of claims 1, 40 or 41.

65. A method according to claim 64, wherein said compound is represented by formula (I).

5 66. A method according to claim 64, wherein said compound is represented by formula (II).

67. A method according to claim 64, wherein said compound is represented by formula (III).

10 68. A method according to claim 64, wherein said compound is represented by formula (IV).

15 69. A method according to claim 64, wherein said compound is represented by formula (V).

70. A method according to claim 64, wherein said compound is represented by formula (VI).

20 71. A method according to claim 64, wherein said compound is represented by formula (VII).

72. A method according to claim 64, wherein said compound is represented by formula (VIII).

25 73. A method according to claim 64, wherein said condition is selected from the group of acne, male-pattern baldness, impotence, sexual dysfunction, wasting diseases,

hirsutism, hypogonadism, prostatic hyperplasia, osteoporosis, cancer cachexia and hormone-dependent cancers.

74. A method according to claim 64, wherein said condition is alleviated with a  
5 therapy selected from the group of male hormone replacement therapy, female androgen replacement therapy and stimulation of hematopoiesis.

75. A method of modulating an androgen receptor in an individual comprising  
10 administering an androgen receptor modulating effective amount of a compound according to any one of claims 1, 40 or 41.

76. A method according to claim 64, wherein said individual has a condition  
mediated by an androgen receptor

77. A method according to claim 76, wherein said condition is selected from the  
15 group of acne, male-pattern baldness, impotence, sexual dysfunction, wasting diseases, hirsutism, hypogonadism, prostatic hyperplasia, osteoporosis, cancer cachexia and hormone-dependent cancers.

78. A method according to claim 76, wherein said condition is alleviated with a  
20 therapy selected from the group of male hormone replacement therapy, female androgen replacement therapy and stimulation of hematopoiesis.

79. A method according to claim 75, wherein said modulation is activation.

80. A method according to claim 76, wherein said individual has a condition  
25 mediated by an androgen receptor.

81. A method according to claim 80, wherein said condition is selected from the group of acne, male-pattern baldness, impotence, sexual dysfunction, wasting diseases, hirsutism, hypogonadism, prostatic hyperplasia, osteoporosis, cancer cachexia and hormone-dependent cancers.

5

82. A method according to claim 80, wherein said condition is alleviated with a therapy selected from the group of male hormone replacement therapy, female androgen replacement therapy and stimulation of hematopoiesis.

10

83. A method according to claim 79, wherein said compound provides 50% maximal activation of AR at a drug concentration of less than 100 nM.

84. A method according to claim 79, wherein said compound provides 50% maximal activation of AR at a drug concentration of less than 50 nM.

15

85. A method according to claim 79, wherein said compound provides 50% maximal activation of AR at a drug concentration of less than 20 nM.

20

86. A method according to claim 79, wherein said compound provides 50% maximal activation of AR at a drug concentration of less than 10 nM.

87. A method according to claim 75, wherein said modulation is inhibition.

25

88. A method according to claim 87, wherein said individual has a condition mediated by an androgen receptor.

89. A method according to claim 88, wherein said condition is selected from the group of acne, male-pattern baldness, impotence, sexual dysfunction, wasting diseases,

hirsutism, hypogonadism, prostatic hyperplasia, osteoporosis, cancer cachexia and hormone-dependent cancers.

5 90. A method according to claim 88, wherein said condition is alleviated with a therapy selected from the group of male hormone replacement therapy, female androgen replacement therapy and stimulation of hematopoiesis.

91. A method according to claim 87, wherein said compound provides 50% maximal inhibition of AR at a drug concentration of less than 100 nM.

92. A method according to claim 87, wherein said compound provides 50% maximal inhibition of AR at a drug concentration of less than 50 nM.

93. A method according to claim 87, wherein said compound provides 50% maximal inhibition of AR at a drug concentration of less than 20 nM.

94. A method according to claim 87, wherein said compound provides 50% maximal inhibition of AR at a drug concentration of less than 10 nM.

20 95. A method of treating cancer, comprising administering to a patient in need thereof an effective amount of a compound according to any one of claims 1, 40 or 41.

96. A method of determining the presence of an androgen receptor (AR) in a cell or cell extract comprising: (a) labeling a compound according to any one of claims 1, 40 or  
25 41; (b) contacting the cell or cell extract with said labeled compound; and (c) testing the contacted cell or cell extract to determine the presence of AR.

97. A method for purifying a sample containing an androgen receptor *in vitro*, comprising: (a) contacting said sample with a compound according to any one of claims 1, 40 or 41; (b) allowing said compound to bind to said androgen receptor to form a bound compound/receptor combination; and (c) isolating said bound compound/receptor combination.

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